

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re:

W.R. GRACE & CO.

Debtor.

§ In Proceedings for a
§
§ Reorganization under Chapter
§
§ Case No. 01-1139 JKF
§
§

**VERIFIED STATEMENT IN CONNECTION WITH THE REPRESENTATION OF
CREDITORS AS REQUIRED BY F.R.B.P. 2019**

PETER C. DePAOLIS, hereby makes the following verified statement (the "Statement"), pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure:

I am an attorney with the law firm of Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P., with offices at 10300 Eaton Place, Suite 200, Fairfax, Virginia 22030. The law firm of Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P., has been retained as counsel for numerous asbestos personal injury and/or wrongful death creditors in the above-referenced bankruptcy, (the "Creditors").

1. A blank, but unredacted, exemplar copy of an Agreement to Retain Counsel and Addendum to Representation Agreement authorizing Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P., to act on behalf of the Creditors is referenced herein as Exhibits "RA1-RA7" (Retainer Agreement) and Exhibits "BR1-BR3" (Bankruptcy Agreement), which have not been attached but may be accessed by parties who obtain Court order authorizing access.
2. An Excel spreadsheet outlining the name and personal address of each Creditor, form of agreement empowering Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P. to act on behalf of each Creditor, amount of each Creditor's claim, date of acquisition of each Creditor's claim, type of each Creditor's disease, and the pertinent facts regarding

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F.R.B.P. 2019

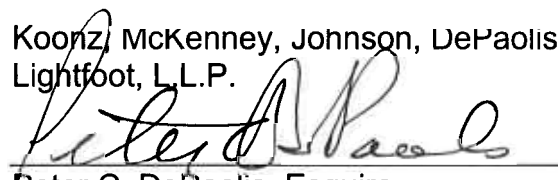
the employment of Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P. is referenced herein as Exhibit "WR Grace 2019", which has not been attached but may be accessed by parties who obtain Court order authorizing access.

3. At time of employment, Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P. retained a contingency fee interest in each creditor's claim. The times when such interest was acquired in each claim depends upon the date each creditor signed his/her Agreement to Retain Counsel. Amounts paid to date varies per creditor and Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P. has not sold or disposed of any creditor's claims.
4. Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P. will file an amended and supplemental statement setting forth any material changes in the facts contained in this Verified Statement should any changes occur.

This Verified Statement of Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P., pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, is filed solely to comply with the format required by the Revised Order Requiring Filing of Statements Pursuant to Fed.R.Bank.P. 2019, which was entered on October 22, 2004. Exhibits "A" and "B", as defined in the Order, have not been scanned and are available from the Clerk upon motion to and order of the Court.

Dated: December 14, 2004

Koonz, McKenney, Johnson, DePaolis &
Lightfoot, L.L.P.



Peter C. DePaolis, Esquire
Virginia State Bar No. 16368

Koonz, McKenney, Johnson, DePaolis &
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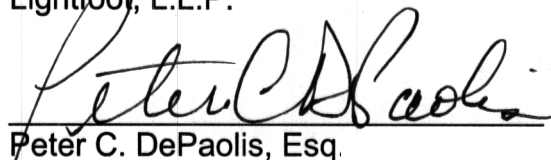
FAX: (703) 218-4411

**DECLARATION
OF PETER C. DePAOLIS OF
Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P.**

I, Peter C. DePaolis, lead counsel for Koonz, McKenney, Johnson, DePaolis & Lightfoot, L.L.P., hereby declare, under penalty of perjury, that the representations in the foregoing Verified Statement in Connection with the Representation of Creditors as Required by F.R.B.P. 2019, are true and correct to the best of my knowledge, information and belief.

Dated: December 14, 2004

Koonz, McKenney, Johnson, DePaolis &
Lightfoot, L.L.P.


Peter C. DePaolis, Esq.